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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. RINCON TROPICAL, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED RECEIVED  
02 FEB -4 PM 3:28 02 FEB -4 AM 10:43  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

Examiner's Initials

**ARTICLES OF INCORPORATION**

**O F**

**RINCON TROPICAL, INC.**

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TALLAHASSEE FLORIDA

The undersigned subscriber to these articles, a natural person, sui juris, hereby forms a corporation for profit under the Florida General Corporation Act.

**ARTICLE I**

The name of the corporation is:

**RINCON TROPICAL, INC.**

**ARTICLE II**

This corporation may engage in any activity or business permitted by the Laws of the United States of America and the State of Florida pursuant to the Florida General Corporation Act [Chapter 607, Florida Statutes; as the same shall exist from time to time] and not specifically prohibited by it.

**ARTICLE III**

This corporation is to commence its corporate existence on the date of filing of these articles, and is to have perpetual existence.

**ARTICLE IV**

A. The maximum number of shares which this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, each share having a \$1.00 par value.

B. Every shareholder shall have preemptive rights to subscribe to stock to be issued, in proportion to his preexisting shareholdings, on the same terms and conditions as the offering is made to others.

**ARTICLE V**

A. The street address of the initial registered office of the corporation is 4201 S.W. 75th Avenue, Miami, Fl. 33155.

B. The name of the initial registered agent of the corporation is Jose Lopez; whose signature at the end hereof constitutes his acceptance of such designation.

C. The initial principal place of business of the corporation is 4201 S.W. 75th Avenue, Miami, Fl. 33155.

D. The Board of Directors, from time to time, may move the registered office to any other address in the State of Florida and the principal place of business to any other address, either within or without the State of Florida.

E. These designations are made in accordance with Sections 607.034(1), 607.034(3), 607.164(1)(h) and 48.091, Florida Statutes.

#### ARTICLE VI

A. The initial board of directors of the corporation shall consist of one director, whose name and address is Jose Lopez, 7414 S.W. 135th Court, Miami, Fl. 33183.

B. The number of directors may be increased or decreased by by-laws adopted by the shareholders, but shall not be more than three nor less than one.

C. The initial director shall hold office for the first year of existence of the Corporation or until his successor has been elected or appointed and qualified, whichever occurs first.

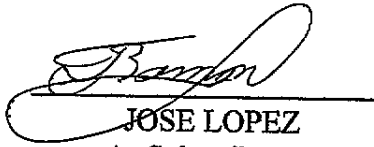
#### ARTICLE VII

These articles of incorporation may be amended in the manner provided by law; except that no amendment or abrogation of the preemptive rights of a shareholder may be made without the consent of such shareholder.

#### ARTICLE VIII

The name and address of the subscriber to these articles of incorporation is Jose Lopez, 7414 S.W. 135th Court, Miami, Fl. 33183.

In witness whereof I have executed these articles of incorporation as subscriber and designated registered agent on February 1st, 2002.

  
JOSE LOPEZ  
As Subscriber and  
Registered Agent

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02 FEB 14 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA